

Fredric Sosnick
Sara Coelho
SHEARMAN & STERLING LLP
599 Lexington Avenue
New York, New York 10022
Telephone: (212) 848-4000
Facsimile: (646) 848-7179

Attorneys for Sears Hometown and Outlet Stores, Inc.

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----	X	
	:	
	:	
In re	:	Chapter 11
	:	
SEARS HOLDINGS CORPORATION, <i>et al.</i>,	:	Case No. 18-23538 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
	:	
-----	X	

NOTICE OF APPEARANCE AND DEMAND FOR SERVICE OF PAPERS

PLEASE TAKE NOTICE that Sears Hometown and Outlet Stores, Inc., (“SHO”), hereby appears by and through its counsel, Shearman & Sterling LLP (“Counsel”), pursuant to rules 2002, 9007 and 9010(b) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and 11 U.S.C. §§102(1), 342 and 1109(b), and requests that all notices given in the case and all papers served or required to be served in the case, be given to and served upon Counsel at the following address:

Shearman & Sterling LLP
599 Lexington Avenue
New York, New York 10022
Telephone: (212) 848-4000
Facsimile: (646) 848-7179
Attn: Fredric Sosnick, Esq.
Sara Coelho, Esq.
Email: fsosnick@shearman.com
sara.coelho@shearman.com

PLEASE TAKE FURTHER NOTICE that the foregoing demand includes not only the notices and papers referred to in the Bankruptcy Rules, but also, without limitation, orders and notices of any application, motion, petition, pleading, request, complaint, or demand, whether formal or informal, whether written or oral and whether transmitted or conveyed by email, delivery, telephone, telex or otherwise.

PLEASE TAKE FURTHER NOTICE that neither this Notice of Appearance nor any subsequent appearance, pleading, claim, or suit is intended or shall be deemed or construed as: (i) a consent by SHO to the jurisdiction of this Court or any other court with respect to proceedings, if any, commenced in any case against or otherwise involving SHO; (ii) a waiver of any right of SHO: (a) to have final orders in non-core matters entered only after *de novo* review by a district judge; (b) to trial by jury in any proceeding so triable herein or in any case, controversy or proceeding related hereto; or (c) to have the reference withdrawn by the United States District Court in any matter subject to mandatory or discretionary withdrawal; or (iii) a waiver by SHO of any other right, claim, action, defense, setoff or recoupment to which SHO is or may be entitled, each of which is expressly reserved hereby.

Dated: New York, New York
October 18, 2018

Respectfully submitted,

SHEARMAN & STERLING LLP

By: /s/Fredric Sosnick
Fredric Sosnick
Sara Coelho
599 Lexington Avenue
New York, New York 10022
Telephone: (212) 848-4000
Facsimile: (646) 848-7179

*Attorneys for Sears Hometown and Outlet
Stores, Inc.*